

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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	:	
In re:	:	Chapter 11
	:	
ZEN JV, LLC, <i>et al.</i> , ¹	:	Case No. 25-11195 (JKS)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	Re: Docket Nos. 31, 56 & 218

**CERTIFICATION OF COUNSEL REGARDING FINAL ORDER (A) AUTHORIZING
DEBTORS TO (I) OBTAIN POSTPETITION FINANCING AND (II) USE CASH
COLLATERAL, (B) GRANTING LIENS AND PROVIDING CLAIM WITH
SUPERPRIORITY ADMINISTRATIVE EXPENSE STATUS, (C) GRANTING
ADEQUATE PROTECTION, (D) MODIFYING AUTOMATIC STAY, (E)
SCHEDULING FINAL HEARING, AND (F) GRANTING RELATED RELIEF**

The undersigned hereby certifies as follows:

1. On June 26, 2025, Zen JV, LLC and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), filed the *Motion of Debtors for Entry of Interim and Final Orders (A) Authorizing Debtors to (I) Obtain Postpetition Financing and (II) Use Cash Collateral, (B) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (C) Granting Adequate Protection, (D) Modifying Automatic Stay, (E) Scheduling Final Hearing, and (F) Granting Related Relief* [Docket No. 31] (the “**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

¹ The Debtors in these cases, along with the last four digits of each debtor’s federal tax identification number (to the extent applicable), are: Zen JV, LLC (0225); Monster Worldwide LLC (6555); FastWeb, LLC; Monster Government Solutions, LLC (5762); Camaro Acquisition, LLC; CareerBuilder, LLC (6495); CareerBuilder Government Solutions, LLC (6426); Luceo Solutions, LLC (4426); CareerBuilder France Holding, LLC (9339); and Military Advantage, LLC (9508). The Debtors’ address is 200 N LaSalle Street #900, Chicago, IL 60601.

2. On June 27, 2025, the Court entered the *Interim Order (A) Authorizing Debtors to (I) Obtain Postpetition Financing and (II) Use Cash Collateral, (B) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (C) Granting Adequate Protection, (D) Modifying Automatic Stay, (E) Scheduling Final Hearing, and (F) Granting Related Relief* [Docket No. 56].

3. On July 25, 2025, the Debtors filed a proposed version of the order granting the relief requested in the Motion on a final basis [Docket No. 218] (the “**Proposed Final Order**”).

4. On July 28, 2025, the Court held a hearing (the “**Hearing**”) to consider, among other things, the relief requested in the Motion on a final basis. At the Hearing, the Court indicated that it would enter the Proposed Final Order, subject to certain revisions being made consistent with the record made at the Hearing.

5. Consistent with the record made at the Hearing, the Debtors have prepared a revised version of the Proposed Final Order (the “**Revised Final Order**”), and a copy of the Revised Final Order is attached hereto as **Exhibit 1**. The Final Proposed Order has been circulated to counsel to the Committee, counsel to the DIP Lender, counsel to the Prepetition Notes Parties, counsel to the Prepetition Term Loan Required Lenders, and counsel to the Prepetition Term Loan Agent, and the aforementioned parties do not object to the entry of the Final Proposed Order. For the convenience of the Court and all parties in interest, a blackline comparison of the Revised Final Order marked against the Proposed Final Order is attached hereto as **Exhibit 2**.

WHEREFORE, the Debtors respectfully request that the Court enter the Revised Final Order, substantially in the form attached hereto as **Exhibit 1**, at its earliest convenience.

Dated: July 29, 2025
Wilmington, Delaware

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